



**IT IS HEREBY ADJUDGED and DECREED that the
below described is SO ORDERED.**

Dated: April 07, 2015.

H. Christopher Mott

**H. CHRISTOPHER MOTTO
UNITED STATES BANKRUPTCY JUDGE**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re:	§
	§
COINTERRA, INC.,	§ Case No. 15-10109-HCM-7
	§
Debtor.	§

**AGREED ORDER PARTIALLY GRANTING
MOTION FOR RELIEF FROM THE AUTOMATIC STAY**

Came on for consideration a distinct portion of the *Motion for Relief From the Automatic Stay* (“**Motion**”) filed by Fortis Advisors LLC, as Collateral Agent for the ratable benefit of the Lenders under certain Transaction Documents as defined in the Cointerra, Inc. Security and Pledge Agreement¹ and other applicable Transaction Documents (“**Collateral Agent**” or “**Movant**”) [DKT # 28]. On April 2, 2015, Open Silicon, Inc. (“**OSI**”) filed an objection to the

¹ Any capitalized terms not defined herein are as defined in the Cointerra, Inc. Security and Pledge Agreement, the Collateral Agent Agreement and multiple Secured Convertible Notes all dated August 1, 2014.

relief sought by the Collateral Agent [DKT #38]. On April 3, 2105 C7 Data Centers, Inc. (“C7”) filed a limited objection to the relief sought by the Collateral Agent [DKT #39]. The Court has been informed that notwithstanding these objections and due to the circumstances of the case relative to the Debtor’s Austin office locations, personal property located at those locations and the pre-payment of rent through April 30, 2015, that the Collateral Agent, OSI and C7, as well as the Trustee, who has not objected to the Motion, that an agreement granting a partial relief from the automatic stay had been reached amongst the parties that would allow for the Debtor’s personal property located at the Austin offices to be auctioned by the Collateral Agent in accordance with otherwise applicable state law as a secured creditor per the conditions set forth in this Order. The Court after determining that it had jurisdiction over the parties and that proper notice had been given to all parties of interest and there being the objections filed are withdrawn only to the extent necessary to allow the Collateral Agent to cause an auction sale to occur as to the Austin offices’ personal property (the “Austin Office Property”), while all other issues raised by OSI and C7 in their objections remaining to be considered by this Court at the hearing otherwise set for April 13, 2015 at 9:30 a.m. It is therefore,

ORDERED that the Automatic Stay is hereby modified as to the Austin Office Property to allow the Collateral Agent, as a secured creditor, to give notice of disposition and conduct an auction sale for a date or dates certain, as required under otherwise applicable state law. It is further,

ORDERED that the proceeds of the sale of the Austin Office Property on account of the Collateral Agent’s notice of disposition, net of normal and customary costs of an auction conducted by a secured party under otherwise applicable law, shall be forwarded to the trust

account for counsel for the Collateral Agent to be held until this Court rules on the objection of OSI and enters an order or an agreed order resolving same is uploaded; It is further

ORDERED that this Order is effective immediately and the 14 day stay of order set forth in Bankruptcy Rule 4001(a)(3) solely as to the relief granted herein, is hereby waived; It is further

ORDERED that nothing contained in this Agreed Order affects any parties' remaining objections to the Motion, specifically including whether or not the Collateral Agent has a security interest in any of the Debtor's assets or the Collateral Agent's ability to defend against said objections.

END OF ORDER # #

AGREED TO BY:

WRIGHT GINSBERG BRUSILOW P.C.

By: /s/ E. P. Keiffer
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**ATTORNEYS FOR FORTIS ADVISORS LLC,
COLLATERAL AGENT**

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ATTORNEYS FOR C7 DATA CENTERS, INC.

DRINKER BIDDLE & REATH LLP

By: /s/ Timothy R. Casey (by EPK by permission)
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ATTORNEYS FOR OPEN-SILICON, INC.

**BARRETT DAFFIN FRAPPIER
TURNER & ENGEL, LLP**

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**ATTORNEYS FOR RANDOLPH N. OSHEROW,
CHAPTER 7 TRUSTEE**

United States Bankruptcy Court
Western District of Texas

In re:
Cointerra, Inc.
Debtor

Case No. 15-10109-hcm
Chapter 7

CERTIFICATE OF NOTICE

District/off: 0542-1

User: benitez
Form ID: pdfintp

Page 1 of 1
Total Noticed: 1

Date Rcvd: Apr 08, 2015

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Apr 10, 2015.

db +Cointerra, Inc., 11130 Jollyville Rd., Suite 303, Austin, TX 78759-5593

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 10, 2015

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 8, 2015 at the address(es) listed below:

Edwin P. Keiffer on behalf of Creditor Fortis Advisors LLC, Collateral Agent
pkeiffer@wgblawfirm.com, bwallace@wgblawfirm.com
Joseph P. Rovira on behalf of Debtor Cointerra, Inc. josephrovira@andrewskurth.com,
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Lynn Saarinen on behalf of Creditor Future Electronics Corp. lsaarinen@bn-lawyers.com,
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R. Adam Swick on behalf of Creditor C7 Data Centers, Inc. aswick@rctlegal.com,
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Timothy A. Davidson, II on behalf of Debtor Cointerra, Inc. tdavidson@akllp.com
Timothy R. Casey on behalf of Creditor Open-Silicon, Inc. timothy.casey@dbr.com,
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United States Trustee - AU12 ustpregion07.au.ecf@usdoj.gov
Willard Proctor, Jr. on behalf of Creditor Michael Vick willard@wpjrlaw.com

TOTAL: 12